

Constitution

First Baptist of Marengo, Inc.

Article I: Name

This church is duly incorporated under the laws of the State of Illinois, and is so recorded at the McHenry County Courthouse in Woodstock, Illinois, under the corporate name of "The First Baptist Church of Marengo, Inc."

Article II: MISSION

Section 1: PURPOSE

In accordance with the Great Commission recorded in Matthew 28:18-20, this Church shall be committed to an outward focus by placing the needs of those who are not yet followers of Christ as a priority of the Church. While congregational care of regular participants shall not be neglected, outreach to others who are outside or new to the Church shall be given the first priority in the budgeting, staffing, and scheduling of Church activities. Thus, the mission of this Church is to make new disciples, help them grow in spiritual maturity, and welcome them into a congregation that is healthy, growing, and multiplying.

Section 2: AUTHORITY AND FAITH

First Baptist Church of Marengo also referred to as the Church, will be committed to the historic orthodoxy of Christian faith. This faith includes the full and final authority of the Bible, the doctrine of the Trinity, the deity of Jesus Christ, the substitutionary and sacrificial nature of Jesus Christ's life, death, and resurrection, and the gospel of salvation by grace through faith in Christ alone. This faith affirms the dignity of all human life and the need of every person to experience forgiveness of sin through a new birth into the family of God. In agreement with the resolutions of the American Baptist Churches in the USA (ABC-USA) and the Great River Region of the ABC/USA (GRR), it further affirms the position that human sexuality is designed for physical expression only in the bonds of marriage between a man and a woman. Additional exposition of Christian teaching shall be the responsibility of the Senior Pastor. The Church also embraces these basic Baptist principles of faith and practice, namely:

- a. Believer's baptism
- b. The priesthood of the believer
- c. Freedom of religion
- d. Autonomy of the local church
- e. The ordinances of Baptism and the Lord's Supper

Article III: ORGANIZATIONAL AND GOVERNANCE STRUCTURE

It is the purpose of this Constitution to provide a stable and effective organizational structure to aid this Church in accomplishing its mission. The sections that follow specify a model that keeps the roles of Senior Pastor (henceforth referred to as the Pastor), the Elder Board (henceforth referred as the Board),

Diaconate/Staff, and Congregation distinct and effective for health, growth, and multiplication. This Constitution shall be reviewed annually for any changes to the structure that may increase the effectiveness of the Pastor and the Church.

- (a) The role of the Congregation is to serve as the primary ministers of the Church.
- (b) The role of the Board is to establish a Guiding Policy and Procedures Manual (G.P.P.M.).
- (c) The role of the Pastor is to lead the Church to accomplish its mission.
- (d) The role of the Diaconate/Staff is to manage the ministries of the Church, directed by the Pastor.

Section 1: CONGREGATIONAL MEMBERSHIP

The Congregation of First Baptist Church of Marengo for purposes of this Constitution shall consist of baptized believers in Jesus Christ who are at least 16 years of age and who meet the following qualifications:

- (a) They participate regularly in worship and training of the Church to grow in their faith.
- (b) They agree to serve faithfully in the ministries and outreach activities of the Church.
- (c) They support and defend the mission, vision, and pastoral leadership of the Church.
- (d) They endeavor to tithe and generously support the financial costs of achieving the mission of the Church.
- (e) They affirm these commitments and their membership in writing each year.

Membership shall entail no definitions, rights, or responsibilities other than those explicitly stated in this Constitution. The Pastor shall provide and publicize a process and covenant for recruiting, receiving, and removing Church Members within the G.P.P.M.

Section 2: CONGREGATIONAL ROLE

a. The primary role of the Members shall be to serve as the ministers of the Church: reaching out to un-churched people, while still caring for the needs of one another within the Church. The following decisions of the Church shall require the approval of the Congregation by a simple majority of those Members present and voting unless otherwise stipulated within this Constitution.

- 1) Selecting Elders to serve on the Church Board
- 2) Ratifying the annual budget in broad categories
- 3) Amending the Constitution and the G.P.P.M.
- 4) Purchasing or selling the primary Church facilities
- 5) Dissolving the corporation
- 6) Calling or dismissing the Senior Pastor

b. The Congregation shall be given at least two-week's notice of any vote by announcement at regular worship services and by electronic or postal mail.

c. When taking a vote during a meeting, the votes may be cast verbally, visually, or by written ballot .

d. Twenty-Five percent of the current Members shall constitute a quorum to transact business during church business meetings.

e. Fifty percent (50%) of the active members of the church shall be needed to constitute a quorum when dealing with the following areas of concern: The call or dismissal of a pastor, the purchase and/or sale of property, the Amendment of the Constitution, or any serious or vital legal matter. In addition, members must be eighteen (18) to vote on the items mentioned in this paragraph.

f. No absentee or votes by proxy shall be counted.

g. The Pastor or the Board may also bring to the Congregation decisions not listed above for a non-binding vote or a less formal expression of support, as they deem appropriate.

h. Business Meetings of the Congregation shall occur at least three times yearly as defined in Article VI. Sec 2 and at special times as needed when called by the Pastor or the Board.

Section 3: CHURCH ELDER BOARD SELECTION

The Board shall consist of five Elders (equivalent to Directors in state law), including the Senior Pastor, who shall be the only Staff person on the Board. The other four Elders shall be active Church Members selected for annual terms by the following process:

(a) Any active Member of the Church may submit a signed letter to recommend a potential Elder of good character and commitment to the mission of the Church.

(b) Potential Elders must successfully complete a training course taught by the Senior Pastor covering the mission, vision, and structure of the Church.

(c) Potential Elders should be a member in good standing for at least two years.

(d) Potential Elders must sign a covenant to uphold the highest standards of participation, service, supportiveness, and tithing with regard to the Church.

(e) The Senior Pastor shall present to the Congregation for approval a selection of candidates that have been certified by the Board as qualified to serve as Elders.

(f) Potential Elders should be recommended if they exhibit or are striving to exhibit many of the character values found in 1 Timothy 3:1-7 & Titus 2:5-9

Section 4: TERMS OF SERVICE

Each Elder may serve a maximum of four consecutive annual terms and may serve again after a break of one year or more. Immediate family members of the Pastor, the Diaconate/ Staff, or current Elders shall not serve on the Board, unless by vote of the Church. The term of an Elder may be vacated by resignation, by removal as a Church Member, or by action of the Board. The remainder of a vacated term shall be filled by recommendation of the Pastor and approval of the Board and shall not be counted toward the limit of four consecutive terms. (Duties of the officers will be spelled out in the G.P.P.M.)

Section 5: CHURCH BOARD ROLE

a. The primary role of the Board shall be to provide accountability and support for the Pastor by writing concise Guiding Policies and Procedures in at least four categories:

1. Mission Policies shall define for the Pastor what ends the Church exists to achieve.
2. Boundary Policies shall define for the Pastor what means may not be used in pursuit of achieving those ends.
3. Accountability Policies shall define for the President how the Board is to establish the Guiding Policies and Procedures and to monitor the Pastor's compliance with them.
4. Organizational Procedures which shall include job descriptions , a guide to membership, and any other procedures that are needed to ensure the healthy and smooth running of FBC Marengo

b. The Board shall determine the compensation of the Senior Pastor based on achieving the mission principles and respecting the boundary principles.

c. The Board shall influence all other operating and financial decisions through written policy in the G.P.P.M.

d. The Board shall leave the leadership of the Church to the Pastor and shall leave the management of the Church to the Diaconate/Staff under the direction of the Pastor.

e. In matters that require Board action by law, the Board shall routinely approve any motion of the Pastor or Chairperson without discussion unless an Elder believes it violates the Guiding Policies, in which case the action shall be discussed before a vote.

f. Action of the Board shall be by simple majority of all Elders, whether or not present and voting.

g. Voting shall be conducted in a similar manner as a congregational vote, described in Article III Section 2 of this Constitution. or as required by state law.

h. Board meetings shall occur at least quarterly and at other special times as needed when called by the Pastor or the President.

i. All Elders shall receive at least 24 hours' notice of every meeting by electronic, verbal, or written means. However, such notice may be waived by unanimous consent.

Section 6: CONFLICT RESOLUTION

If at such time, there arises conflict between a member of the congregation and any Board member the following steps should be taken as outlined in Matthew 18: 15-17 to resolve the conflict:

a. First step is to go to the Elder/Pastor directly and in private to address all areas of conflict. If unable reach an amicable conclusion'

- b. Second Step is to go to another Elder who will listen and attempt to mediate the conflict. If at this time there is, no resolution the Elder/Pastor will institute Step Three
- c. Step three is when an offense is to be brought before the Elder Board, where each person will be given an opportunity to discuss the issue at hand,
- d. If at unable to come to a resolution and the conflict is an issue of moral or ethical nature, the Board will bring the issue before the Church for resolution which may include removal from the board.
- e. At all times, during this process it is advised that each person refrain from discussing the issues with those not directly involved as this breeds dissension.

Article IV: CHURCH BOARD OFFICER DUTIES

- a. Each year the Board shall appoint a President and Secretary.
- b. To fulfill state law, the Board Secretary shall routinely be designated as Church Clerk and one Elder shall be designated as the Vice-President of Finance of the corporation; these designations shall in no way alter the functioning of the Board as defined in this Constitution.
- c. The President shall enforce the Accountability Principles as defined in the G.P.P.M. and shall lead the Board when discussing the Pastor's performance and compensation.
- d. The Pastor shall lead the Board in all other discussions.
- e. Shall keep accurately the records of all church business, and keep minutes of all General Board meetings, and approved copy shall be made available to the church within two weeks following each meeting. Shall record and maintain minutes from each Quarterly business meeting, an approved copy shall be made available to the church within two weeks following the meeting
- f. The Secretary shall ensure the maintenance and distribution of the current edition of the G.P.P.M. and maintain a current list of Members
- g. The Elders shall be the registered agents of the church in all corporate matters. Any Elder on the Board may sign legal documents on behalf of the corporation if so directed by the Pastor in compliance with the Guiding Policies and Procedures established by the Board and subject to congregational approval when required by Article III Section 2 of this Constitution.
- h. The Elder Board shall be required to maintain and distribute a Benevolence Fund. The funds will be distributed by the guidelines outlined in the GPPM. The church treasurer will be responsible for the maintenance and accounting of the fund. The treasurer will distribute funds at the direction of the Board

Article V: SENIOR PASTOR

Section 1: TERMS OF CALL

- a. Once called the pastor call is for an indefinite period.
- b. In the event of a vacancy in the position of Senior Pastor, the President shall invite the GRR to guide the Board in the process of finding and calling a new Senior Pastor, who has demonstrated the ability to lead this Church to the next level of effectiveness in the achievement of its mission.
- c. The Board shall call an Interim Pastor to fulfill the role of the Senior Pastor until a permanent Pastor is in place. Calling a new Senior Pastor shall require a vote by the Board to propose the candidate, a letter from the GRR to recommend the candidate, and approval by the Congregation to call the candidate.
- d. Dismissing a Senior Pastor shall require a vote by the Board to propose the action, nonbinding consultation by the GRR, with the Board and Congregation, and final approval by the Congregation.
- e. Upon discharge or resignation of the Senior Pastor, the Board shall provide a severance package in consultation with the GRR based on the outgoing Pastor's past service, reason for leaving, and cooperative spirit. Severance shall not continue for less than one month or more than nine months.

Section 2 SENIOR PASTOR ROLE

- a. The role of the Senior Pastor is to lead the Church to accomplish its mission.
- b. The Pastor shall lead the Congregation by teaching biblical truth, casting vision, and advancing the mission.
- c. The Pastor shall lead the Board by guiding its discussion of mission and boundary principles as defined in the G.P.P.M.
- d. The Pastor shall lead the Diaconate/Staff by directing them in their management of all Church operations.
- e. With regard to compensation based on performance, the Pastor shall be accountable to the Board. With regard to job retention and approval of major decisions, the Pastor shall be accountable to the Congregation.
- f. The Pastor shall hire, direct, compensate, and fire all Church Diaconate/ Staff in compliance with the G.P.P.M. established by the Board.

Article VI: MEETINGS

Section 1. WORSHIP SERVICES:

- a. Worship services shall be held each Sunday and at such other times as the Pastor and/or Board may direct.
- b. A meeting of the church school shall be held each Sunday for the study and teaching of the Bible.
- c. The ordinance of the Lord's Supper shall be observed on the first* Sunday of each month unless otherwise arranged by the Board
- d. In addition, the church may have a midweek service for prayer and Bible study.

Section 2: SCHEDULED BUSINESS MEETINGS

- a. Our church will hold three Business Meetings. Tentatively the meetings will be held in the months of January, July, and November. The Business Meeting in January will be our Annual Business Meeting.
- b. Business Meetings will consist of the reading of last business meetings' minutes, discussion of all current business having to do with the affairs of our church
- c. The Annual Meeting will consist of the reading of the last business meeting minutes, annual reports from the Board and the Diaconate/Staff, a celebration of the past years' achievement.
- d. The November Business Meeting will consist of: the presentation and vote for the ensuing years' budget, the presentation of ideas and plans to be addressed during the course of the following year the election of the Board for the following year

Article VII: AUXILIARY ORGANIZATIONS

All auxiliary organizations of the church, such as ABW & ABM, shall schedule their meetings and direct their activities in cooperation with, and with special regard for, the welfare of the church as a whole. Questions of policy and procedure should be referred to and directed by the Board subject to this constitution.

Article VIII: LICENSE AND ORDINATION

Section 1:

Any member who gives evidence that he is called of God to the work of the ministry, may be licensed to preach the Gospel of the Lord Jesus Christ, if a simple majority of the members present shall agree thereto. This license shall be subject to periodic review.

Section 2:

If the church by a simple majority decides that one of its licensed members is academically and spiritually qualified for ordination to the Baptist ministry; it may call a council of ministers and brethren to examine the qualifications of the candidate, to which council the propriety of ordaining shall be referred.

Article IX: AMENDMENTS

This constitution may be altered or amended at any Quarterly Business Meeting, or at a meeting especially called for that purpose by a majority of the officers of the church. Notice of any meeting to amend the constitution must be read publicly at least four (4) weeks before the time set for the meeting, and read publicly at least twice (2). A written statement of the proposed amendment or alteration must be read publicly on the Sunday immediately preceding the meeting in which it is to be considered. Proposed changes must not infringe on the doctrines and/or basic Christian principles. Any changes must be approved by a two-thirds (2/3) vote of the members present at the meeting.

Article X: CHURCH YEAR

The fiscal year of the church shall be from January 1 to December 31

ARTICLE XI. OTHER INCORPORATION PROVISIONS

FOR DISPOSAL OF ASSETS IN THE EVENT OF DISSOLUTION

Section 1. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

Section 2. No substantial part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 3. Notwithstanding any other provisions of these articles, this corporation shall not carry on any other activities not permitted to be carried on:

- a. By a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), or
- b. By a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

Section 4: Upon the dissolution of this corporation, the Board shall, after making provisions for the payment of all of the liabilities of this corporation, dispose of all of the assets of this corporation exclusively for the corporation in such manner, or to such organizations, consistent with the articles in this document and with Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

Section 5: In the event of organic division of the church membership, the church property shall belong to those members of this church who abide by the constitution of this church and its original intent of fellowship with the American Baptist Churches in the U.S.A